

Exhibit C

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

IN RE OM GROUP, INC. SECURITIES	)	
LITIGATION	)	LEAD DOCKET NO. 1:02 CV 2163
	)	
	)	JUDGE NUGENT
_____	)	
	)	MAGISTRATE JUDGE VECCHIARELLI
THIS DOCUMENT RELATES TO:	)	
	)	<b><u>ORDER</u></b>
ALL ACTIONS	)	

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IN RE OM GROUP, INC. DERIVATIVE	)	
LITIGATION	)	LEAD DOCKET NO. 1:03 CV 0020
	)	
	)	JUDGE NUGENT
_____	)	
	)	MAGISTRATE JUDGE VECCHIARELLI
THIS DOCUMENT RELATES TO:	)	
	)	<b><u>ORDER</u></b>
ALL ACTIONS	)	

**I. CAPTION of DIRECT ACTIONS**

Judge Nugent consolidated the following actions pursuant to Fed. R. Civ. P. 42(a) for all

purposes, including pretrial proceedings:

<u>Abbreviated Case Name</u>	<u>Case No.</u>	<u>Date Filed</u>
1. <i>Sheth v. OM Group, Inc.</i>	1:02CV2163 DCN	November 1, 2002
2. <i>Rischitelli v. OM Group, Inc.</i>	1:02CV2189 DCN	November 7, 2002
3. <i>Tokar v. OM Group, Inc.</i>	1:02CV2207 DCN	November 8, 2002
4. <i>Weiss v. OM Group, Inc.</i>	1:02CV2211 DCN	November 12, 2002
5. <i>Overbey v. OM Group, Inc.</i>	1:02CV2215 DCN	November 12, 2002
6. <i>Draznin v. OM Group, Inc.</i>	1:02CV2226 DCN	November 13, 2002
7. <i>Fuller v. OM Group, Inc.</i>	1:02CV2241 DCN	November 14, 2002
8. <i>Crayden v. OM Group, Inc.</i>	1:02CV2278 DCN	November 20, 2002
9. <i>Wessler v. OM Group, Inc.</i>	1:02CV2304 DCN	November 22, 2002
10. <i>Miller v. OM Group, Inc.</i>	1:02CV2352 DCN	December 2, 2002
11. <i>Martin v. OM Group, Inc.</i>	1:02CV2443 DCN	December 13, 2002

Every pleading in this consolidated action ("Direct Action") shall bear the following caption:

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

IN RE OM GROUP, INC. SECURITIES	)	
LITIGATION	)	LEAD DOCKET NO. 1:02 CV 2163
	)	
	)	JUDGE NUGENT
_____	)	
	)	MAGISTRATE JUDGE VECCHIARELLI
THIS DOCUMENT RELATES TO:	)	
	)	<b><u>ORDER</u></b>

When a pleading or other court paper filed in the Direct Action is intended to apply to all actions therein, the words “All Actions” shall appear immediately after the words “THIS DOCUMENT RELATES TO:” in the captions set out above. When a pleading or other court paper is intended to be applicable only to one, or some, but not all of such actions, the party filing the document shall indicate the action(s) to which the document is intended to be applicable by last name of the named plaintiff(s) and the docket number(s).

## II. CAPTION of DERIVATIVE ACTIONS

WHEREAS, the shareholder derivative actions (Case Nos. 1:03CV00020; 1:03CV00021; 1:03CV00023; and 1:03CV00227) allege breaches of fiduciary duties by the directors and officers of OM Group, Inc. (“OM Group”), and such actions involve common questions of law and fact.

NOW, THEREFORE, THE COURT ORDERS:

The following actions are hereby consolidated pursuant to Fed. R. Civ. P. 42(a) for all purposes, including pretrial proceedings (the “Derivative Action”):

<b><u>Abbreviated Case Name</u></b>	<b><u>Case No.</u></b>	<b><u>Date Filed</u></b>
<i>Denson v. Brodeur, et al.</i>	1:03CV00020 DCN	January 3, 2003
<i>Cropper v. Brodeur, et al.</i>	1:03CV00021 DCN	January 3, 2003
<i>Christ v. Mooney, et al.</i>	1:03CV00023 DCN	January 3, 2003
<i>Hablutzel v. Mooney, et al.</i>	1:03CV00227 DCN	February 4, 2003

Every pleading filed in the Derivative Action shall bear the following caption:

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

IN RE OM GROUP, INC. DERIVATIVE	)	LEAD DOCKET NO. 1:03 CV 0020
LITIGATION	)	
	)	JUDGE NUGENT
_____	)	
	)	MAGISTRATE JUDGE VECCHIARELLI
THIS DOCUMENT RELATES TO:	)	
	)	<b><u>ORDER</u></b>

When a pleading or other court paper filed in the Derivative Action is intended to apply to all actions therein, the words "All Actions" shall appear immediately after the words "THIS DOCUMENT RELATES TO:" in the captions set out above. When a pleading or other court paper is intended to be applicable only to one, or some, but not all of such actions, the party filing the document shall indicate the action(s) to which the document is intended to be applicable by last name of the named plaintiff(s) and the docket number(s).

**III. MASTER DOCKET**

A Lead Docket and a Lead File are hereby established for the Direct and Derivative Actions, including actions subsequently filed in or transferred to this Court.

**IV. FILING AND SERVICE OF DOCUMENTS**

A copy of each Order entered by the Court will be filed electronically.

Filing and service of any document may be effected by electronically filing the document or otherwise complying with the local and civil rules.

## **V. PLEADINGS AND MOTIONS**

Defendants are not required to respond to the complaint in any action consolidated into this action, other than a consolidated complaint or a complaint designated as the operative complaint.

Direct Plaintiffs shall file a consolidated complaint no later than April 4, 2003. The consolidated complaint shall be the operative complaint and shall supercede all complaints filed in any of the actions consolidated herein.

Defendants shall respond to the consolidated complaint of the Direct Plaintiffs on or before by April 25, 2003. If defendants file any motions directed at the consolidated complaint, the opposition brief shall be filed on or before May 9, 2003, and the reply brief shall be filed on or before May 21, 2003.

Derivative Plaintiffs shall file a consolidated complaint no later than March 24, 2003. The consolidated complaint shall be the operative complaint and shall supercede all complaints filed in any of the actions consolidated herein.

Defendants shall respond to the consolidated complaint of the Derivative Plaintiffs on or before by April 7, 2003. If defendants file any motions directed at the consolidated complaint, the opposition brief shall be filed on or before April 21, 2003, and the reply brief shall be filed on or before May 1, 2003.

## **VI. DESIGNATION OF COUNSEL FOR THE DERIVATIVE ACTIONS**

The Court designates the following to act on behalf of all plaintiffs in the Derivative Action, with the responsibilities hereinafter described:

(a) *Liaison Counsel*

William J. Lucas  
LAW OFFICES OF WILLIAM J. LUCAS  
1360 West 9th Street, Suite 200  
Cleveland, Ohio 44113 Telephone: 216/771-8340  
216/522-9007 (fax)  
[lucas@landskroner.com](mailto:lucas@landskroner.com)

Liaison counsel shall perform the following responsibilities and duties:

- (i) To receive and to distribute to all plaintiffs' counsel all notices, orders, motions, and briefs filed or received on behalf of plaintiffs and otherwise to act as liaison between the Court and all plaintiffs' counsel;
- (ii) To finalize, to file (where appropriate) and to serve all pleadings, briefs, discovery requests and responses or other papers on plaintiffs' behalf;
- (iii) To act as liaison between defense counsel, or their liaison, and all plaintiffs' counsel;
- (iv) To advise all plaintiffs' counsel of developments in the case;
- (v) To resolve scheduling conflicts among plaintiffs' counsel and to negotiate the same with defense counsel;
- (vi) To receive and distribute to plaintiffs' counsel any discovery documents received on behalf of plaintiffs and, if needed, to establish a document depository;
- (vii) To maintain and distribute an up-to-date comprehensive service list and to maintain a master file of all documents served and filed with the Court;
- (viii) To assist lead counsel in the performance of their duties; and
- (ix) To perform such other duties as may be expressly authorized by further order of this

Court.

(b) ***Lead Counsel***

Brian J. Robbins  
ROBBINS UMEDA & FINK, LLP  
1010 Second Avenue, Suite 2360  
San Diego, CA 92101  
Telephone: 619/525-3990  
619/525-3991 (fax)  
[robbins@ruflaw.com](mailto:robbins@ruflaw.com)

Lead counsel shall have the following responsibilities and duties to perform or delegate as appropriate:

- (i) To organize, develop and execute plans for conducting the litigation, at the pretrial, trial and any settlement phases on behalf of plaintiffs, for assigning tasks among plaintiffs' counsel and for ensuring that this litigation is conducted effectively and efficiently;
- (ii) To draft, brief, support, respond to and argue the pleadings, motions, and pre-trial and other scheduling orders filed on behalf of plaintiffs;
- (iii) To initiate, conduct and respond to all discovery requests on plaintiffs' behalf, including, without limitation, coordination of discovery with defendants' counsel, the preparation of written interrogatories, requests for admissions, and requests for production of documents and responses to the same;
- (iv) To direct and coordinate the examination of witnesses in depositions;
- (v) To act as plaintiffs' spokesperson at pretrial conferences;
- (vi) To call and chair meetings of plaintiffs' counsel as appropriate from time to time;
- (vii) To initiate and conduct any settlement negotiations with counsel for defendants;
- (viii) To coordinate the activities of plaintiffs' counsel and to delegate work responsibilities to



selected counsel as may be required to achieve an orderly and efficient prosecution of this action and to avoid duplication or unproductive efforts;

(ix) To consult with and employ experts:

(x) To receive and review periodic time reports of all attorneys on behalf of plaintiffs and to determine if the time is being spent appropriately and for the benefit of plaintiffs;

(xi) To collect assessments from plaintiffs' counsel to defray common expenses; and

(xii) To perform such other duties as may be expressly authorized by further order of this Court.

## **VII. SUPERSESSION**

This Order supercedes this Court's previous consolidation orders. (Doc. Nos. 47 & 49 in case no. 1:02CV2163; Doc. Nos. 37 & 38 in case no. 1:02CV2189; Doc. Nos. 29 & 30 in case no. 1:02CV2207; Doc Nos. 26 & 27 in case no. 1:02CV2211; Doc. Nos. 31 & 32 in case no. 1:02CV2215; Doc. Nos. 21 & 22 in case no. 1:02CV2226; Doc. Nos. 31 & 33 in case no. 1:02CV2241; Doc. Nos. 32 & 34 in 1:02CV2278; Doc. Nos. 31 & 33 in 1:02CV2304; Doc. Nos. 25 & 26 in case no. 1:02CV2352; Doc. Nos. 26 & 28 in case no. 1:02CV2443; Doc. Nos. 31 & 33 in case no. 1:03CV0020; Doc. Nos. 33 & 35 in case no. 1:03CV0021; Doc. Nos. 36 & 38 in 1:03CV0023; Doc. Nos. 17 & 19 in case no. 1:03CV0227.)

IT IS SO ORDERED.

  
Nancy A. Vecchiarelli  
U.S. Magistrate Judge

Date: March 17, 2003

